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11 **UNITED STATES DISTRICT COURT**  
12 **NORTHERN DISTRICT OF CALIFORNIA**  
**SAN JOSE DIVISION**

13 ALICE SVENSON, individually and on behalf  
of all others similarly situated,

14 *Plaintiff,*

15 *v.*

16 GOOGLE, INC., and GOOGLE PAYMENT  
17 CORP.,

18 *Defendants.*

Case No. 5:13-cv-04080-BLF

**DECLARATION OF RAFEY S.  
BALABANIAN IN SUPPORT OF  
PLAINTIFF'S ADMINISTRATIVE  
MOTION TO FILE DOCUMENTS  
UNDER SEAL**

Judge: Honorable Beth Labson Freeman

1 Pursuant to 28 U.S.C. § 1746, I hereby declare and state as follows:

2 1. I am an attorney admitted *pro hac vice* in the United States District Court for the  
3 Northern District of California. I am entering this declaration in support of Plaintiff's Unopposed  
4 Administrative Motion to File Documents in Support of Plaintiff's Motion for Class Certification  
5 under Seal Pursuant to Civil L. R. 7-11 and 79-5. This declaration is based upon my personal  
6 knowledge, except where expressly noted otherwise. If called upon to testify to the matters stated  
7 herein, I could and would competently do so.

8 2. I am the Global Managing Partner and General Counsel of the law firm of Edelson  
9 PC, which has been retained to represent the named Plaintiff in this matter, Alice Svenson  
10 ("Svenson" or "Plaintiff").

11 3. In her Memorandum in Support of her Motion for Class Certification  
12 ("Memorandum"), Plaintiff Alice Svenson relies upon deposition testimony and a number of  
13 documents—attached to the supporting Declaration of Rafey S. Balabanian ("Balabanian  
14 Declaration")—produced by Defendants Google, Inc. ("Google") and Google Payment  
15 Corporation ("GPC") (together, "Defendants") in discovery and designated as "Confidential" and  
16 "Highly Confidential – Attorneys' Eyes Only," as well as her own deposition transcript and expert  
17 report which she designated as "Confidential," pursuant to the August 6, 2014 Protective Order  
18 entered in this matter ("Protective Order"). As a result, Plaintiff Svenson seeks to file those  
19 documents under seal.

20 4. In particular, attached to the Balabanian Declaration are the following documents:

- 21 • Exhibit 1-3 contains excerpts from the transcript of the deposition of  
22 Google engineering director Ficus Kirkpatrick, taken in the matter of *In re*  
23 *Google, Inc., Privacy Policy Litigation*, No 5:12-cv-01382-PSG (N.D.  
24 Cal.). Google has designated this deposition transcript as "Highly  
25 Confidential – Attorneys' Eyes Only."
- 26 • Exhibit 1-4 contains excerpts from the transcript of the deposition of  
27 Google project manager Ibrahim Elbouchikhi taken in this matter. Google  
28 has designated this deposition transcript as "Highly Confidential –

Attorneys' Eyes Only."

- Exhibit 1-5 contains excerpts from the transcript of the deposition of Google project manager Kyrk Justin Lawyer taken in this matter. Google has designated this deposition transcript as "Highly Confidential – Attorneys' Eyes Only."
- Exhibit 1-6 contains excerpts from the transcript of the deposition of Google engineer director John Affaki taken in this matter. Google has designated this deposition transcript as "Confidential."
- Exhibit 1-9 contains excerpts from the transcript of the deposition of Google software engineer Sri Raga Velagapudi taken in this matter. Google has designated this deposition transcript as "Highly Confidential — Attorneys' Eyes Only."
- Exhibit 1-10 contains excerpts from an internal document discussing Google projects, bates labeled GOOG-00006571-6572, GOOG-00006617-6618. Google has designated these documents as "Confidential."
- Exhibit 1-11 is an excerpt from an internal document discussing Google's redesigned Google Play purchase flow, bates labeled GOOG-00009091. Google has designated this document "Confidential."
- Exhibit 1-12 is an excerpt from an internal document discussing various "buyflows" utilized by Google, bates labeled GOOG-00002898. Google has designated this document "Confidential."
- Exhibit 1-13 is an excerpt from Defendant Google Inc.'s Third Amended Supplemental Answers to Plaintiff's Interrogatories, Set One. Exhibit 1-13 is filed partially under seal to the extent Google has designated portions of its answers "Confidential."
- Exhibit 1-14 contains excerpts from the transcript of the deposition of Google product manager Mark Thomas taken in the matter of *In re Google, Inc., Privacy Policy Litigation*, No 5:12-cv-01382-PSG (N.D. Cal.). Google

1 has designated this deposition transcript as “Highly Confidential –  
 2 Attorneys’ Eyes Only.”

- 3 • Exhibits 1-15, 1-16, 1-31 contain images related to Plaintiff Svenson’s app  
 4 purchase, bates labeled GOOG-00001089, GOOG-00001093, GOOG-  
 5 00001090–1092 respectively. The images contain, *inter alia*, Plaintiff  
 6 Svenson’s personal email address, zip code, and order number, as well as  
 7 the name and address of the processing merchant. Google has designated  
 8 these documents “Confidential.”
- 9 • Exhibit 1-17 is an internal email between Google employees discussing  
 10 Google’s Merchant Center, bates labeled GOOG-00003391. Google has  
 11 designated this document “Confidential.”
- 12 • Exhibit 1-18 contains internal emails regarding changes to what information  
 13 will be displayed to vendors, bates labeled GOOG-00008234–8235. Google  
 14 has designated these emails as “Confidential.”
- 15 • Exhibit 1-19 is an internal email between Google employees regarding the  
 16 disclosure of customers’ personal information to app developers, bates  
 17 labeled GOOG-00003326–3327. Google has designated this document  
 18 “Confidential.”
- 19 • Exhibit 1-20 is an excerpt from internal emails between Google employees  
 20 discussing the Merchant Center, bates labeled GOOG-00005451. Google  
 21 has designated this document “Confidential.”
- 22 • Exhibit 1-21 contains excerpts from the transcript of the deposition of  
 23 Google software engineer Giles Douglas taken in this matter. Google has  
 24 designated this deposition transcript as “Confidential.”
- 25 • Exhibit 1-22 contains excerpts from the transcript of the Rule 30(b)(6)  
 26 deposition of Google product manager Mark Thomas taken in this matter.  
 27 Google has designated this deposition transcript as “Confidential.”
- 28 • Exhibit 1-23 consists of internal emails between Google employees

1 discussing Google Wallet, bates labeled GOOG-00002260–2267. Google  
 2 has designated this document “Confidential.”

- 3 • Exhibit 1-24 contains excerpts from the transcript of the deposition of  
 4 Google product manager Michael Siliski taken in this matter. Google has  
 5 designated this deposition transcript as “Confidential.”
- 6 • Exhibit 1-25 contains excerpts from the transcript of the deposition of  
 7 Google software engineer Mekka Okereke taken in this matter. Google has  
 8 designated this deposition transcript as “Confidential.”
- 9 • Exhibit 1-26 is a series of internal communications between Google  
 10 employees discussing the Checkout Merchant Center’s disclosure of  
 11 personal information, bates labeled GOOG-00008880–8904. Google has  
 12 designated this document “Highly Confidential—Attorneys’ Eyes Only.”
- 13 • Exhibit 1-27 is an internal email between Google employees discussing  
 14 Merchant Center, bates labeled GOOG-00003783. Google has designated  
 15 this document “Confidential.”
- 16 • Exhibit 1-28 is an internal email between Google employees discussing the  
 17 Merchant Center, bates labeled GOOG-00006728–6729. Google has  
 18 designated this document “Confidential.”
- 19 • Exhibit 1-29 is an excerpt of an excel spreadsheet that provides, in relevant  
 20 part, information related to the purchase limit related for certain privacy  
 21 policies, bates labeled GOOG-00005126. Plaintiff believes that Google  
 22 intended to designate this document “Confidential.”
- 23 • Exhibit 1-30 contains an image related to Plaintiff Svenson’s app purchase,  
 24 bates labeled GOOG-00001392. The image contains, *inter alia*, Plaintiff  
 25 Svenson’s personal email address, zip code, and order number. Google has  
 26 designated this document “Confidential.”
- 27 • Exhibit 1-32 contains an image related to Plaintiff Svenson’s app purchase,  
 28 bates labeled GOOG-00001394. Google has designated the document

1 “Confidential.”

- 2 • Exhibit 1-33 contains an image related to Plaintiff Svenson’s app purchase,  
3 bates labeled GOOG-00001190. Google has designated the document  
4 “Confidential.”
- 5 • Exhibit 1-35 is an excerpt from an internal Google document that relates to  
6 the Google Wallet signup process, bates labeled GOOG-00007584. Google  
7 has designated this document “Confidential.”
- 8 • Exhibit 1-36 is an excerpt from Defendant Google PC’s Amended  
9 Supplemental Answers to Plaintiff’s Interrogatories, Set One. Exhibit 1-36  
10 is filed partially under seal to the extent Google has designated portions of  
11 its answers as “Confidential.”
- 12 • Exhibit 1-46 contains excerpts from the transcript of the deposition of  
13 Google employee Marlene Macek taken in this matter. Google has  
14 designated this deposition transcript as “Highly Confidential – Attorneys’  
15 Eyes Only.”
- 16 • Exhibit 1-47 is Plaintiff’s *Corrected* Rule 26(a)(2) Expert Report of Henry  
17 Fishkind, Ph.D in Support of Class Certification, which contains  
18 information designated by Google as “Confidential” and “Highly  
19 Confidential - Attorneys’ Eyes Only.” The expert report is also  
20 accompanied by exhibits, regarding, *inter alia*, survey instruments and  
21 materials relied upon for its drafting, that were designated confidential by  
22 Svenson. Exhibit 1-47 is filed partially under seal to the extent information  
23 within it is designated as “Confidential” or “Confidential – Attorneys’ Eyes  
24 Only”.
- 25 • Exhibit 1-48 contains excerpts from the transcript of the deposition of  
26 Plaintiff Alice C. Svenson taken in this matter. Plaintiff has designated this  
27 deposition transcript as “Confidential.”
- 28 • Exhibit 1-49 is a checkout account verification email sent to a vendor that

1 sold Plaintiff Svenson an app, bates labeled GOOG-00001010. Google has  
2 designated this document “Confidential.”

- 3 • Exhibit 1-50 contain emails regarding verification of a Google Merchant  
4 account for a company that sold Plaintiff Svenson an app, bates labeled  
5 GOOG-00001012. Google has designated this document “Confidential.”
- 6 • Exhibit 1-51 is an internal Google document discussing Google Play, bates  
7 labeled GOOG-00005010–5028. Google has designated this document  
8 “Confidential.”

9 5. Portions of Plaintiff’s Motion also contain references to and quotations from the  
10 above exhibits, which have been marked “Confidential” or “Highly Confidential – Attorneys’  
11 Eyes Only,” by Google and/or GPC and therefore, Plaintiff has redacted from the publically filed  
12 version of the Motion where appropriate.

13 6. On June 2, 2016, my firm communicated with counsel for Defendants, Charles  
14 Sipos of Perkins Coie LLP, and Mr. Sipos confirmed that neither Google nor GPC opposes  
15 Plaintiff’s Administrative Motion to File Documents Under Seal.

16 I declare under penalty of perjury that the foregoing is true and correct.

17 Executed this 3rd day of June 2016 at Denver, Colorado.

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19 /s/ Rafey S. Balabanian  
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